

UNITED STATES DISTRICT COURT FOR THE  
SOUTHERN DISTRICT OF NEW YORK

L.A. MURPHY, MARVIN STERNHELL and  
HENOCH KAIMAN, on their own behalf and on  
behalf of all others similarly situated,

Plaintiffs,

vs.

KOHLBERG KRAVIS ROBERTS & COMPANY;  
CARLYLE GROUP; CLAYTON, DUBILIER &  
RICE; SILVER LAKE PARTNERS; BLACKSTONE  
GROUP; BAIN CAPITAL LLC; THOMAS H. LEE  
PARTNERS; TEXAS PACIFIC GROUP; MADISON  
DEARBORN PARTNERS; APOLLO  
MANAGEMENT LP; PROVIDENCE EQUITY  
PARTNERS; MERRILL LYNCH AND CO., INC.;  
AND WARBURG PINCUS, LLC.,

Defendants.

ORIGINAL

Case No.: 06 CV 13210 (LLS)

**MOTION TO ADMIT  
DAVID A. HIGBEE, ESQ.  
PRO HAC VICE**

2007 FEB 20 PM 4:31

600791  
#25-  
Murphy et al v. Kohlberg Kravis Roberts & Company et al

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, and upon the accompanying Declaration of Wesley R. Powell and the certificates of good standing annexed thereto, I, Wesley R. Powell, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission *pro hac vice* of:

David A. Higbee, Esq.  
Hunton & Williams LLP  
1900 K Street, N.W.  
Washington, DC 20006-1109  
Telephone: (202) 955-1500  
Facsimile: (202) 778-2201

Mr. Higbee is a member in good standing of the Bar of the State of Maryland and the Bar of the State of Utah.

Doc. 24

There are no pending disciplinary proceedings against Mr. Higbee in any State or Federal Court.

Date: New York, NY  
February 20, 2007

Respectfully submitted,

HUNTON & WILLIAMS LLP



---

Wesley R. Powell (WP7857)  
200 Park Avenue  
New York, NY 10166  
Telephone: (212) 309-1000  
Facsimile: (212) 309-1100

*Attorneys for Defendant  
Silver Lake Partners*

**UNITED STATES DISTRICT COURT FOR THE  
SOUTHERN DISTRICT OF NEW YORK**

L.A. MURPHY, MARVIN STERNHELL and  
HENOCH KAIMAN, on their own behalf and on  
behalf of all others similarly situated,

Plaintiffs,

vs.

KOHLBERG KRAVIS ROBERTS & COMPANY;  
CARLYLE GROUP; CLAYTON, DUBILIER &  
RICE; SILVER LAKE PARTNERS; BLACKSTONE  
GROUP; BAIN CAPITAL LLC; THOMAS H. LEE  
PARTNERS; TEXAS PACIFIC GROUP; MADISON  
DEARBORN PARTNERS; APOLLO  
MANAGEMENT LP; PROVIDENCE EQUITY  
PARTNERS; MERRILL LYNCH AND CO., INC.;  
AND WARBURG PINCUS, LLC.,

Defendants.

Case No.: 06 CV 13210 (LLS)

**DECLARATION OF  
WESLEY R. POWELL IN  
SUPPORT OF MOTION TO  
ADMIT COUNSEL *PRO  
HAC VICE***

**WESLEY R. POWELL**, hereby declares as follows:

1. I am a member of the bar of this Court and a partner of the law firm of Hunton & Williams LLP, counsel for Defendant Silver Lake Partners in the above-captioned action. I make this Declaration in support of the motion for an order admitting David A. Higbee *pro hac vice* to the bar of this Court pursuant to Local Rule 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York.

2. Mr. Higbee is an attorney and partner of the law firm of Hunton & Williams LLP in Washington, D.C. He is a member in good standing of the Bar of the State of Maryland, and the Bar of the State of Utah. Certificates of good standing for Mr.

Higbee obtained from the Bar of the State of Maryland and the District of Columbia Court of Appeals are annexed hereto as Exhibit A and Exhibit B.

3. I agree to act as local counsel for Mr. Higbee and to observe the Rules of this Court governing the conduct of attorneys.

4. I respectfully request that Mr. Higbee be admitted *pro hac vice* to the bar of this Court for the purposes of appearing on behalf of defendant Silver Lake Partners in the above-captioned proceedings.

I hereby declare under penalty of perjury that the foregoing is true and correct.

Date: February 20, 2007

  
\_\_\_\_\_  
Wesley R. Powell (WP7857)  
Hunton & Williams LLP  
200 Park Avenue  
New York, NY 10166  
Telephone: (212) 309-1000  
Facsimile: (212) 309-1100

*Attorneys for Defendant  
Silver Lake Partners*

**DECLARATION OF SERVICE**

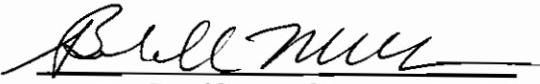
Bradford C. Mulder, hereby declares under penalty of perjury, pursuant to 28 U.S.C. § 1746, that:

I am Managing Clerk at the law firm of Hunton & Williams LLP, attorneys for Defendant Silver Lake Partners.

That on February 20, 2007, I served a true copy of the attached Motion for Admission Pro Hac Vice, via First Class Mail on all counsel at the address listed on the attached service list, by depositing the same in a duly enclosed and sealed wrapper, with the correct postage thereon, in an official letter box duly maintained by the Government of the United States of America within the State of New York.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 20, 2007

  
\_\_\_\_\_  
Bradford C. Mulder

**SERVICE LIST**

**L. A. Murphy v. Kohlebr Kravis Roberts & Company; 06 CV 13210 (LLS)**

Fred T. Isquith  
Gregory Nespole  
Gustavo Bruckner  
WOLF HALDENSTEIN ADLER  
FREEMAN & HERZ LLP  
270 Madison Avenue  
New York, NY 10016

*Attorneys for Plaintiffs L. A. Murphy,  
Marvin Sternhell and Henoch Kaiman*

Mary Jane Edelstein Fait  
WOLF HALDENSTEIN ADLER  
FREEMAN & HERZ LLP  
55 West Monroe Street, Suite 1111  
Chicago, IL 60603

*Attorneys for Plaintiffs L. A. Murphy,  
Marvin Sternhell and Henoch Kaiman*

Joseph F. Tringali  
Paul C. Gluckow  
SIMPSON THACHER & BARTLETT LLP  
425 Lexington Avenue  
New York, NY 100 17-3954

*Attorneys for Defendant  
Kohlberg Kravis Roberts & Company*

Kenneth Conboy  
LATHAM & WATKINS LLP  
885 Third Avenue, Suite 1000  
New York, NY 10022

*Attorneys for Defendant TC Group, LLC  
(sued herein as Carlyle Group)*

E. Marcellus Williamson  
William Sherman  
LATHAM & WATKINS LLP  
555 11<sup>th</sup> Street, NW  
Washington, DC 20004-1304

*Attorneys for Defendant TC Group, LLC  
(sued herein as Carlyle Group)*

John H. Hall  
DEBEVOISE & PLIMPTON LLP  
919 Third Avenue  
New York, NY 10022

*Attorneys for Defendant Clayton, Dubilier & Rice*

Kevin Arquit  
SIMPSON THACHER & BARTLETT LLP  
425 Lexington Avenue  
New York, NY 100 17-3954

*Attorneys for Defendant Blackstone Group*

Peter C. Thomas  
SIMPSON THACHER & BARTLETT LLP  
601 Pennsylvania Avenue, NW  
North Building  
Washington, D.C. 20004

*Attorneys for Defendant Blackstone Group*

Thomas D. Yannucci, P.C.  
Craig S. Primis  
KIRKLAND & ELLIS LLP  
655 Fifteenth Street, NW  
Washington, D.C. 20005

*Attorneys for Defendant Bain Capital LLC*

James H. Mutchnik  
KIRKLAND & ELLIS LLP  
200 East Randolph Drive  
Chicago, IL 60601

*Attorneys for Defendant Bain Capital LLC*

Nancy G. Milburn  
ARNOLD & PORTER LLP  
399 Park Avenue  
New York, NY 10022

*Attorneys for Defendant Tarrant Partners, LLP  
(sued herein as Texas Pacific Group)*

William J. Baer  
ARNOLD & PORTER LLP  
555 Twelfth Street, NW  
Washington, DC 20004  
Attorneys for Defendant

*Attorneys for Defendant Tarrant Partners, LLP  
(sued herein as Texas Pacific Group)*

Peter A. Bellacosa  
KIRKLAND & ELLIS LLP  
Citigroup Center  
153 East 53 Street  
New York, NY 10022

*Attorneys for Defendant Madison Dearborn Partners*

Richard C. Godfrey  
KIRKLAND & ELLIS LLP  
200 East Randolph Drive  
Chicago, IL 60601

*Attorneys for Defendant Madison Dearborn Partners*

Mark Lee Kovner  
Chong Seok Park  
KIRKLAND & ELLIS LLP  
655 Fifteenth Street NW, Suite 1200  
Washington, DC 20005

*Attorneys for Defendant Madison Dearborn Partners*

James C. Egan, Jr.  
WEIL, GOTSHAL & MANGES LLP  
1300 Eye Street, N.W.  
Washington, D.C. 20005

*Attorneys for Defendant Providence Equity Partners*

Helene D. Jaffe  
Alan Weinschel  
Fiona Schaeffer  
WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, NY 10153

*Attorneys for Defendant Thomas H Lee Partners*

Kenneth M. Kramer  
SHEARMAN & STERLING LLP  
599 Lexington Avenue  
New York, NY 10022

*Attorneys for Defendant Merrill Lynch & Co., Inc.*

Richard L. Posen  
Roger D. Netzer  
WILLKIE FARR & GALLAGHER LLP  
787 Seventh Avenue  
New York, NY 10019

*Attorneys for Defendant Warburg Pincus LLC*

Jonathan Rosenberg  
O'MELVENY & MEYERS LLP  
Times Square Tower  
7 Times Square  
New York, NY 10036

*Attorney for Defendant Apollo Management LP*

Richard George Parker  
Ian Thomas Simmons  
O'MELVENY & MEYERS LLP  
1625 Eye Street NW  
Washington, DC 20006

*Attorney for Defendant Apollo Management LP*



District of Columbia Court of Appeals  
Committee on Admissions  
500 Indiana Avenue, N.W. — Room 4200  
Washington, D.C. 20001  
202 / 879-2710

I, GARLAND PINKSTON, JR., Clerk of the District of Columbia Court of Appeals, do hereby certify that

DAVID A. HIGBEE

---

was on the 13<sup>TH</sup> day of OCTOBER, 2006

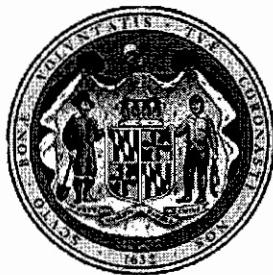
duly qualified and admitted as an attorney and counselor and entitled to practice before this Court and is, on the date indicated below, an active member in good standing of this Bar.

In Testimony Whereof, I have hereunto subscribed my name and affixed the seal of this Court at the City of Washington, D.C., on January 30, 2007.

GARLAND PINKSTON, JR., CLERK

By: C.J. Jackson  
Deputy Clerk

Court of Appeals  
of Maryland  
Annapolis, MD



***CERTIFICATE OF GOOD STANDING***

*STATE OF MARYLAND, ss:*

*I, Alexander L. Cummings, Clerk of the Court of Appeals of Maryland, do hereby certify that on the twenty-fifth day of June, 1997,*

***David Allen Higbee***

*having first taken and subscribed the oath prescribed by the Constitution and Laws of this State, was admitted as an attorney of said Court, is now in good standing, and as such is entitled to practice law in any of the Courts of said State, subject to the Rules of Court.*

***In Testimony Whereof, I have hereunto set my hand as Clerk, and affixed the Seal of the Court of Appeals of Maryland, this twenty-sixth day of January, 2007.***

*Alexander L. Cummings*  
Clerk of the Court of Appeals of Maryland